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Christopher J. Major, Esq. (CM 7218)

Attorneys for FactSet Research Systems Inc.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re	:	
	:	
	:	CHAPTER 11
LEHMAN BROTHERS HOLDINGS INC., et	:	Case No. 08-13555 (JMP)
al.,	:	(Jointly Administered)
	:	
	:	
	:	
	:	
Debtors.	:	

**FACTSET RESEARCH SYSTEMS INC.'S REQUEST FOR PAYMENT OF  
ADMINISTRATIVE EXPENSE UNDER 11 U.S.C. § 503**

FactSet Research Systems Inc. ("FactSet"), by its undersigned counsel, Robinson & Cole LLP, hereby submits its request for payment of an administrative expense claim pursuant to Section 503 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code"). In support of the administrative expense claim, FactSet states as follows:

1. FactSet and several Lehman Brothers entities (collectively "Lehman")<sup>1</sup> are parties to that certain Master License Agreement along with certain schedules thereto (the "FactSet

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<sup>1</sup> A list of the Lehman entities that are parties to the FactSet Contract is annexed hereto as Exhibit A.

Contract”).<sup>2</sup> Pursuant to the FactSet Contract, FactSet provided a proprietary integrated online market data platform and related software critical to Lehman’s various global business units. The customized services (a) facilitate ongoing investment banking deal-related valuation analysis and the production of presentation material in pursuit of new divisional business; (b) enable sell-side investment research operations to utilize shared services supplemented by additional specialty services to produce research report illustrations and value securities as well as to enable the division to monitor its contributions to its clients for remuneration; and (c) facilitate the client’s investment management businesses through services in support of, among other things, its benchmarks and fund asset allocation decisions.

2. On September 15, 2008, Lehman Brothers Holdings Inc. (“LBHI”) filed a petition for relief under Chapter 11 of the Bankruptcy Code with the United States Bankruptcy Court for the Southern District of New York. Thereafter, additional Lehman entities filed petitions for relief under the Bankruptcy Code.

3. On September 19, 2008, the Securities Investor Protection Corporation commenced an action under the Securities Investor Protection Act of 1970 in the United States District Court for the Southern District of New York (the “SIPA Action”) against Lehman Brothers, Inc., a wholly owned subsidiary of LBHI. The SIPA Action was subsequently transferred to the Bankruptcy Court.

4. Following the bankruptcy filings, the Debtors continued to manage and operate their businesses as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

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<sup>2</sup> The FactSet Contract is not attached hereto because it contains confidential and proprietary information. A copy of the contract will be provided to Debtors’ counsel or claims representative upon request. If required, FactSet will file copies of the FactSet Contract under seal or otherwise provide copies to the Court for an in camera review.

5. During the month of October 2008, at the request of the Debtors, FactSet rendered services to the Debtors' estates, which are noted in the invoice annexed hereto as Exhibit B. The services conferred a post-petition benefit upon the Debtors' estates, and as such FactSet is entitled to be paid in full in the amount of \$69,375.00 for the services. However, to date, FactSet has not received any payment for the post-petition services referenced in Exhibit B.

**CONCLUSION**

**WHEREFORE**, FactSet requests that the Debtors pay the post-petition invoice in full.

Dated: May 27, 2009

ROBINSON & COLE LLP  
Attorneys for FactSet Research Systems Inc.

By: /s/ Christopher J. Major  
Christopher J. Major, as agent  
885 Third Avenue  
28<sup>th</sup> Floor  
New York, New York  
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Facsimile: (212) 451-2999  
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**CERTIFICATE OF SERVICE**

I hereby certify that on this 27<sup>th</sup> day of May, 2009, I caused a copy of the foregoing to be filed and served via the Court's ECF System and to be delivered to the Debtors' claim agent, Epiq Bankruptcy Solutions, LLC, via Federal Express to the following address:

Epiq Bankruptcy Solutions, LLC  
Attn: Lehman Brothers Holdings Claims Processing  
757 Third Avenue, 3rd Floor  
New York, NY 10017

/s/ Christopher J. Major  
Christopher J. Major (CM 7218)

**EXHIBIT A**

*FactSet® Master License Agreement*

**Exhibit A-1**

**LEHMAN BROTHERS INC. AFFILIATES\***

Lehman Brothers Holdings Inc	Delaware
Banque Lehman Brothers S.A	France
DA Group Holdings Inc	Delaware
DL Mortgage Corp	Delaware
Falcon Holdings I LLC	Delaware
Falcon Holdings I LLC	Delaware
Falcon Holdings II Inc	Cayman Islands
Falcon Holdings II Inc	Cayman Islands
Global Thai Property Fund	Thailand
Global Thai Property Fund	Thailand
LB I Group Inc	Delaware
LBAC Holdings I Inc	Delaware
LBCCA Holdings I Inc	Delaware
LBCCA Holdings II Inc	Delaware
LCPI Properties Inc	New Jersey
Lehman ABS Corporation	Delaware
Lehman ALI Inc	Delaware
Lehman Asset Backed Caps Inc	Delaware
Lehman Brothers (Luxembourg) S.A	Luxembourg
Lehman Brothers AIM Holding LLC	Delaware
Lehman Brothers Alternative Investment Management LLC	Delaware
Lehman Brothers Asia Capital Company	Hong Kong
Lehman Brothers Asia Capital Company	Hong Kong
Lehman Brothers Asia Holdings Limited	Hong Kong
Lehman Brothers Asia Limited	Hong Kong
Lehman Brothers Asia Limited	Hong Kong
Lehman Brothers Bancorp Inc	Delaware
Lehman Brothers Bank, FSB	Delaware
Lehman Brothers Bankhaus Aktiengesellschaft	Germany
Lehman Brothers Canada Inc	Canada
Lehman Brothers Capital GmbH, Co	Germany
Lehman Brothers Commercial Corporation	Delaware
Lehman Brothers Commercial Corporation Asia Limited	Hong Kong
Lehman Brothers Commercial Corporation Asia Limited	Hong Kong
Lehman Brothers Derivative Products Inc	Delaware
Lehman Brothers Europe Limited	United Kingdom
Lehman Brothers Finance Limited	Hong Kong
Lehman Brothers Finance S.A	Switzerland
Lehman Brothers Financial Products Inc	Delaware
Lehman Brothers Futures Asia Limited	Hong Kong
Lehman Brothers Futures Asia Limited	Hong Kong

\* Certain subsidiaries of Lehman Brothers Holdings Inc. have been omitted which, considered in the aggregate as a single subsidiary, would not constitute a significant subsidiary (as defined in Rule 1-02(w) of Regulation S-X of the Securities Exchange Act of 1934) as of November 30, 2001.

Licensor Initials:

Licensee Initials:



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Lehman Brothers Futures Asia Limited	Hong Kong
Lehman Brothers Futures Asset Management Corp	Delaware
Lehman Brothers Global Asset Management Inc	Delaware
Lehman Brothers Holdings Plc	United Kingdom
Lehman Brothers Inc	Delaware
Lehman Brothers Insurance Agency L.L.C	Delaware
Lehman Brothers International (Europe)	United Kingdom
Lehman Brothers International S.A	Spain
Lehman Brothers International SIM SpA	Italy
Lehman Brothers Investment Holding Company Inc	Delaware
Lehman Brothers Investments Pte Limited	Singapore
Lehman Brothers Japan Inc	Cayman Islands
Lehman Brothers Luxembourg Investments Sarl	Luxembourg
Lehman Brothers Nominees (H.K.) Limited	Hong Kong
Lehman Brothers Nominees (H.K.) Limited	Hong Kong
Lehman Brothers Nominees (H.K.) Limited	Hong Kong
Lehman Brothers Private Equity Advisers L.L.C	Delaware
Lehman Brothers Pte Ltd	Singapore
Lehman Brothers Realty Corp	Delaware
Lehman Brothers Securities Asia Limited	Hong Kong
Lehman Brothers Securities Asia Limited	Hong Kong
Lehman Brothers Spain Holdings Limited	United Kingdom
Lehman Brothers Special Financing Inc	Delaware
Lehman Brothers Treasury Co. B.V	The Netherlands
Lehman Brothers U.K. Holdings (Delaware) Inc	Delaware
Lehman Brothers U.K. Holdings Ltd	United Kingdom
Lehman Brothers Verwaltungs-und Beteiligungsgesellschaft mbH	Germany
Lehman CMBS Funding Inc	Delaware
Lehman CMO Inc	Maryland
Lehman Commercial Paper Inc	New York
Lehman Insurance Company	Arizona
Lehman Pass-Through Securities Inc	Delaware
Lehman Re Ltd	Bermuda
Lehman Risk Advisors Inc	Delaware
Lehman Structured Assets Inc	Delaware
Lehman Structured Securities Corp	Delaware
Lehman Syndicated Loan Funding Inc	Delaware
Lehman Syndicated Loan Inc	Delaware
Lehman VIP Holdings Inc	Delaware
LUBS Inc	Delaware
LW-LP Inc	Delaware
Property Asset Management Inc	Delaware
RIBCO LLC	Delaware
RIBCO SPC, Inc	Delaware
Structured Asset Securities Corporation	Delaware

**EXHIBIT B**



FactSet Research Systems Inc.  
601 Merritt 7  
Norwalk, CT 06851

203.810.1000

**FACTSET**  
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## INVOICE OF SERVICES

Lehman Brothers  
1301 Avenue of the Americas  
New York, NY 10019

ATTN: Accounts Payable

INVOICE #	30330904a
INVOICE DATE	October 1, 2008
ACCOUNT #	3033

### SERVICES DETAIL - OCTOBER 1, 2008 - OCTOBER 31, 2008

ID	DESCRIPTION	QTY	UNIT PRICE	DISCOUNT	SUBTOTAL
<b>Workstations</b>					
1364	FactSet Workstation - IBC Analyst	185	375.00		69,375.00

INVOICE 30330904a TOTAL

**69,375.00**

#### NOTES:

PAYMENT TERMS: DUE UPON RECEIPT

#### PAYMENTS

##### Wiring Instructions:

Bank of America  
1 Fleet Way  
Scranton, PA 18507  
ABA# 026009593  
Swift Code: BOFAUS3N  
A/C# 003851259586

##### ACH Instructions:

Bank of America  
Elm Place  
1401 Elm Street  
Dallas, TX  
ABA# 011900254  
A/C # 003851259586

##### Mail:

FactSet Research Systems, Inc  
PO Box 414756  
Boston, MA 02241-4756